

Minutes

From

Annual General Meeting 2025

Meeting location: Company's premises at Bakkavegur 8, Glyvrar, Faroe Islands

Time: Tuesday 30 April 2025 at 15:00 GMT

Present were shareholders representing 47,498,516 shares equating to 80.09% of the outstanding shares. The voting result for each respective item is set out on pages 11-13.

The following also attended: The Chairman of the Board of Directors, Rúni M. Hansen, Board members Annika Frederiksberg and Teitur Samuelsen, the company's CEO, Regin Jacobsen, the company's CFO, Høgni Dahl Jakobsen, the company's lawyer Christian F. Andreasen, the company's auditor P/F Januar, løggilt grannskoðaravirki, Óli Joensen and John M. Petersen, the Chairman of the Election Committee, Gunnar í Liða.

The general meeting was opened by the Chairman of the Board of Directors, Rúni M. Hansen.

After having recorded the list of shareholders present and presented it to the general meeting, the following agenda was discussed:

AGENDA:

1.	Election of Chairman of the Meeting	Decision
	The Board of Directors proposed to elect Mr. Christian F. Andreasen to chair the meeting and to sign the minutes.	Re. 1 Christian F. Andreasen was elected chairman of the meeting. The chairman of the meeting put to approval the notice and proposed agenda submitted 31 March 2025, and it was unanimously approved. The chairman then declared the general meeting legally convened.



2.	Briefing from the Board of Directors on the Activities of the Company in the Previous Financial Year	Decision
		Re. 2 Chairman of the Board of Directors, Rúni M. Hansen gave a presentation of the Bakkafrost Group's activities in 2024.
		The presentation was approved without voting.
3.	Presentation of the Audited Annual Accounts for Approval	Decision
	The Board of Directors' proposed profit and loss for 2024, balance sheet as of 31 December 2024, and notes thereto for P/F Bakkafrost and the Bakkafrost Group as well as the Board of Directors' and auditor's reports for 2024 are included in the Integrated Annual Report for 2024, which was presented to the	Re. 3 CFO Høgni Dahl Jakobsen reviewed the main accounts of the Board of Directors' proposed profit and loss account for the company and the Group for 2024. Subsequently, the general meeting passed
	meeting. Proposal from the Board of Directors: The Board of Directors proposes the following resolution to be passed:	the following resolution: "The Board of Directors' proposal for Integrated Annual Report and Accounts for P/F Bakkafrost and the Bakkafrost Group as well as the Board of Directors'
	"The Board of Directors' proposal for Integrated Annual Report and Accounts for P/F Bakkafrost and the Bakkafrost Group as well as the Board of Directors' report for 2024 are approved."	report for 2024 are approved." The resolution was passed unanimously.



4.	Decision on How to Use Profit or Cover Loss According to the Approved Accounts and Annual Report	Decision
	The Board of Directors proposes the following resolution to be passed: "Dividends of DKK 8.44 per share are paid to the shareholders, in total DKK 501 million. Dividends are paid to shareholders, registered in VPS as of close on 30 April 2025. After payment of dividends, the distributable equity totals DKK 11,225 million. The company's shares will be listed exclusive of dividend from 2 May 2025, and the shares will have a record date on 5 May 2025. The expected payment date is on or around 21 May 2025."	Re. 4 The Board of Directors' proposed resolution was presented by the Chairman of the Board of Directors. Subsequently, the general meeting passed unanimously the following resolution: "Dividends of DKK 8.44 per share are paid to the shareholders, in total DKK 501 million. Dividends are paid to shareholders, registered in VPS as of close on 30 April 2025. After payment of dividends, the distributable equity totals DKK 11,225 million. The company's shares will be listed exclusive of dividend from 2 May 2025, and the shares will have a record date on 5 May 2025. The expected payment date is on or around 21 May 2025."



5.	Election of Board of Directors	Decision				
	Members of the board are elected for one year. Board members may be re-elected. According to the articles of association of the company, the election committee shall recommend the general meeting regarding the election of members of the board of directors. The board members are Guðrið Højgaard, Annika Frederiksberg, Einar Wathne, Øystein Sandvik, Teitur Samuelsen and Alf-Helge Aarskog, in addition to the chairman, who is elected directly by the general meeting. The election committee recommends that, in addition to the chairman, Guðrið Højgaard, Annika Frederiksberg, Einar Wathne, Teitur Samuelsen and Alf-Helge Aarskog are re-elected. The election committee also thanks Øystein Sandvik, who will retire from the board after long and faithful service. The proposed board members are further described in Appendix 1, including consideration of their independence from Bakkafrost.	 Re. 5 The general meeting passed the following resolution: Following members of the board are reelected for a period of one year: Guðrið Højgaard Teitur Samuelsen Annika Frederiksberg Alf-Helge Aarskog Einar Wathne The resolution was approved without voting, as there was only one proposal. 				



6.	Election of Chairman of the Board of Directors	Decision
	According to the articles of association of the company, the chairman of the board is elected directly by the general meeting. The Chairman of the board is Rúni M. Hansen. The chairman of the board is elected for one year. The chairman of the board may be re-elected. According to the articles of association of the company, the election committee shall recommend the general meeting regarding the election of the chairman of the board of directors. The election committee of the company proposes the re-election of Rúni M. Hansen as chairman of the board of directors.	 Re. 6 The general meeting passed the following resolution: Rúni M. Hansen is re-elected as chairman of the board of directors for one more year. The resolution was approved without voting, as there was only one proposal.
7.	Decision about Remuneration for the Board of Directors, the Accounting Committee and Remuneration Committee	Decision
	The election committee of the company proposes that the remuneration of the board of directors for 2025 is as follows: Board members receive DKK 266,000 per year and the chairman receives DKK 532,000 per year. The election committee proposes that the remuneration for the audit committee is set at DKK 54,500 per year. The election committee proposes that the remuneration for the remuneration committee is set at DKK 27,200 per year.	Re. 7 The proposal from the election committee was sustained and was passed: Board members are granted a fee of DKK 266,000 per year. The Chairman of the board is granted a fee of DKK 532,000 per year. The members of the accounting committee are granted a fee of DKK 54,500 per year. The members of the remuneration committee are granted a fee of DKK 27,200 per year.



8.	Election of Members to the Election Committee, hereunder Election of Chairman of the Election Committee	Decision
	Leif Eriksrød and Eyðun Rasmussen are up for election for this general meeting. Both are considered independent of Bakkafrost. The other members of the Election Committee are considered independent, except for Rógvi Jacobsen who is not considered independent. The election committee proposes the re-election of Leif Eriksrød and Eyðun Rasmussen. The election committee proposes the re-election of Gunnar í Liða as chairman of the election committee.	 Re. 8 On basis of the election committee's proposal the following members were reelected: Leif Eriksrød Eyðun Rasmussen for a period of two years. Gunnar í Liða was elected as chairman of the election committee for two more years. The resolution was approved without voting as there was only one proposal.
9.	Decision with regard to Remuneration for the Election Committee	Decision
	The election committee of the company proposes that the remuneration for the election committee members for 2025 is set unchanged at DKK 14,000 per year, and the remuneration for the chairman shall be unchanged at DKK 28,000 per year.	Re. 9 The election committee proposal resolution was passed.



10.	Election of Auditor	Decision		
	The auditor of the company is P/F Januar, løggilt grannskoðanarvirki, Óðinshædd 13, 110 Tórshavn with John M. Petersen (since 2021) and Óli Joensen (since 2024) as Key Audit Partners.	Re. 10 The Chairman of the Board of Directors presented the Board of Directors' proposal in respect of the election of auditor until the next Annual General Meeting.		
	The board proposes the re-election of the auditor for the period until the next annual general meeting.	The Board of Directors proposes re- election of P/f Januar, løggilt grannskoðaravirki, Óðinshædd 13, 110 Tórshavn as the company's auditor.		
		The resolution was approved without voting as there was only one proposal.		
11.	Remuneration Policy	Decision		
	Referring to § 10, subsection 4 in the Articles of Association, the board proposes that adopted guidelines about remuneration for the management of the company, approved at the general meeting in 2018, remain in effect unchanged for the accounting year 2025.	Re. 11 The chairman of the meeting presented the Board of Directors' proposal in respect of the guidelines for remuneration of the senior management of the company. The resolution was approved.		
	The Remuneration Policy and the Remuneration Report for 2024 are available at the website of the company <u>www.bakkafrost.com</u> .			
	The Remuneration Committee is responsible for enforcing the Remuneration Policy.			



12.	Proposals for Amendments to the Articles of Association	Decision
	 12.1 At the ordinary general meeting of the Company on 3 April 2020, the board was authorized to increase the share capital of the company by a nominal amount of DKK 5,914,300. This authorization expires on the annual general meeting in 2025. The board proposes that the authorization to increase the share capital is renewed. It is proposed that the maximum limit shall be 10 % of the Company's share capital. To allow flexibility for the board, it is proposed, that the board shall be authorized to set aside the preemptive right of the existing shareholders to subscribe the new share capital in relation to capital increases based on this provision. The purpose of the proposal is to simplify the procedure in relation to capital increases for the financing of further growth and in order to provide the possibility to offer shares as payment in relation to be favourable to the Company. Furthermore, the purpose is to have the possibility to strengthen the Company's funding. The board of directors proposes that § 4A of the Company's Articles of Association is amended as follows: "The board of directors of the capital of the company in one or several rounds with up to a nominal amount of DKK 5,930.422. The new shares shall be registered by name and comply with the rules in § 4 of the articles of association. The board of directors are authorized to set aside the pre-emptive right of the existing shareholders to subscribe the new share capital. The new shares shall have a nominal value of DKK 1. New shares may be subscribed against	Re. 12.1 The chairman of the meeting presented the Board of Directors' proposal in respect of amending § 4A of the company's Articles of Association. Subsequently, the general meeting passed to amend and § 4A of the company's Articles of Association as proposed. Accordingly, the general meeting passed that § 4A of the company's Articles of Association will be as follows: "The board of directors of the company is authorized to increase the share capital of the company in one or several rounds with up to a nominal amount of DKK 5:930.462. The new shares shall be registered by name and comply with the rules in § 4 of the articles of association. The board of directors are authorized to set aside the pre-emptive right of the existing shareholders to subscribe the new share capital. The new shares shall have a nominal value of DKK 1. New shares may be subscribed against cash payment or by way of debt conversion. The authorization of the board of directors to increase the share capital is in force until the ordinary general meeting of the company in 2030."



cash payment or by way of debt conversion. The authorization of the board of directors to increase the share capital is in force until the ordinary general meeting of the company in 2030."

12.2

According to \S 4B of the company's Articles of Association the board is authorized to buy own shares on behalf of the company. According to the Articles of Association this authorization expired on the Annual General meeting of 2025. The board proposes to renew this authorization, which shall be in force until the Annual General Meeting in 2026. According to the current Articles of Association the authorization is limited so that the board may not buy own shares exceeding 10% of the entire share capital of the company.

Consequently, the board propose that

§ 4B of the company's Articles of Association is amended as follows:

"In the period from 30 April 2025 until the ordinary general meeting of the company, which will be held in 2026, the board of directors is authorized to buy own shares on behalf of the company. Purchasing of own shares shall be conducted to the official rate of the shares, but the board of directors may in special circumstances deviate from the official price with up to 10%. The company may not own more than 10% of the entire share capital of the company."

12.3

According to § 10 subsection 1 of the company's Articles of Association all board members are elected for terms of 1 year. To fully reflect this, the board of directors propose to delete § 10 subsection 3:

"At the ordinary general meeting held in 2011, half of the members of the board of directors are up for election. The election committee decides which members are up for election at the general

Re. 12.2

The chairman of the meeting presented the Board of Directors' proposal in respect of amending § 4B of the company's Articles of Association.

Subsequently, the general meeting passed to amend and § 4B of the company's Articles of Association as proposed.

Accordingly, the general meeting passed that § 4B of the company's Articles of Association will be as follows:

"In the period from 30 April 2025 until the ordinary general meeting of the company, which will be held in 2026, the board of directors is authorized to buy own shares on behalf of the company. Purchasing of own shares shall be conducted to the official rate of the shares, but the board of directors may in special circumstances deviate from the official price with up to 10%. The company may not own more than 10% of the entire share capital of the company."

Re. 12.3

The chairman of the meeting presented the Board of Directors' proposal to delete § 10 subsection 3 of the company's Articles of Association.

Subsequently, the general meeting passed to delete § 10 subsection 3 of the company's Articles of Association as proposed.



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L C C C C V V V V V V V V V V V V V V V	meeting in 2011 and thereafter members to the board of directors are elected alternately." Consequently, the Board of Directors propose that § 10 of the company's Articles of Association will be as follows: "The company is managed by a board of directors with 3 to 7 members elected on the general meeting for terms of 1 year. Members may be re-elected. A majority of the members of the board of directors of the company shall be resident in the Faroe Islands according to the provisions of § 7a(3), litra 1) and 2) in Parliamentary Act No. 83 from 25 May 2009 with later amendments. If the number of the members of the board of directors, which according to these rules shall be resident of the Faroe Islands, is not a whole number, the number shall be rounded off upwards. The general meeting has adopted a guidelines with regard to remuneration for the management of the company according to §139 of the Act on Public and Private Limited Companies."	Accordingly, the general meeting passed that § 10 of the company's Articles of Association will be as follows: "The company is managed by a board of directors with 3 to 7 members elected on the general meeting for terms of 1 year. Members may be re- elected. A majority of the members of the board of directors of the company shall be resident in the Faroe Islands according to the provisions of § 7a(3), litra 1) and 2) in Parliamentary Act No. 83 from 25 May 2009 with later amendments. If the number of the members of the board of directors, which according to these rules shall be resident of the Faroe Islands, is not a whole number, the number shall be rounded off upwards. The general meeting has adopted a guidelines with regard to remuneration for the management of the company according to §139 of the Act on Public and Private Limited Companies."

Glyvrar 30 / 05 / 2025 Time: 17:00 Approved by the chairman of the Annual General Meeting:

Christian F. Andreasen



Voting Protocol for general meeting P/F Bakkafrost 30-04-2025 15:00

Agenda item	For	Against	Poll in	Abstain	Poll not registred	Represented shares with voting rights
1. Election of Chairman of the		Agamat		Abstan	registreu	voting rights
Votes cast	47,481,300	16,856	47,498,156	0	0	47,498,156
% of votes cast	47,481,300 99.96%	0.04%	100.00%	0.00%	0.00%	47,498,190
% of reperesented shares	99.96%	0.04%	100.00%	0.00%	0.00%	
% of total share capital	80.06%	0.03%	80.09%	0.00%	0.00%	
2. Briefing from the Board of	Directors on the	e Activities of	the Company i	n the Previous	Financial	
Year						
Votes cast	47,481,300	16,856	47,498,156	0	0	47,498,156
% of votes cast	99.96%	0.04%	100.00%	0.00%	0.00%	
% of reperesented shares	99.96%	0.04%	100.00%	0.00%	0.00%	
% of total share capital	80.06%	0.03%	80.09%	0.00%	0.00%	
3. Presentation of the Audited	d Annual Accou	nts for Approv	val			
Votes cast	47,481,300	16,856	47,498,156	0	0	47,498,156
% of votes cast	99.96%	0.04%	100.00%	0.00%	0.00%	
% of reperesented shares	99.96%	0.04%	100.00%	0.00%	0.00%	
% of total share capital	80.06%	0.03%	80.09%	0.00%	0.00%	
4. Decision on How to Use Pro	ofit or Cover Los	s According to	o the Approve	d Accounts and	d Annual Repo	ort
Votes cast	47,481,300	16,856	47,498,156	0	0	47,498,156
% of votes cast	99.96%	0.04%	100.00%	0.00%	0.00%	
% of reperesented shares	99.96%	0.04%	100.00%	0.00%	0.00%	
% of total share capital	80.06%	0.03%	80.09%	0.00%	0.00%	
5. Election of Board of						
Directors	_					
5.1 Guðrið Højgaard is re-elec						
Votes cast	47,193,560	302,973	47,496,533	1,623	0	47,498,156
% of votes cast	99.36%	0.64%	100.00%	0.00%	0.00%	
% of reperesented shares	99.36%	0.64%	100.00%	0.00%	0.00%	
% of total share capital	79.58%	0.51%	80.09%	0.00%	0.00%	
5.2 Annika Frederiksberg is re						
Votes cast	44,825,482	2,495,939	47,321,421	176,735	0	47,498,156
% of votes cast	94.73%	5.27%	100.00%	0.37%	0.00%	
% of reperesented shares	94.37%	5.25% 4.21%	99.63% 79.79%	0.37% 0.30%	0.00% 0.00%	
% of total share capital	75.59%	4.21/0	19.19/0	0.30%	0.00%	
5.3 Einar Wathne is re- elected						
Votes cast	46,208,828	1,287,705	47,496,533	1,623	0	47,498,156
% of votes cast	97.29%	2.71%	100.00%	0.00%	0.00%	17,100,200
% of reperesented shares	97.29%	2.71%	100.00%	0.00%	0.00%	
% of total share capital	77.92%	2.17%	80.09%	0.00%	0.00%	
5.4 Teitur Samuelsen is re-ele	ctod					
Votes cast	36,803,405	10,341,114	47,144,519	353,637	0	47,498,156
% of votes cast	78.07%	21.93%	100.00%	0.75%	0.00%	,
% of reperesented shares	77.48%	21.77%	99.26%	0.74%	0.00%	
% of total share capital	62.06%	17.44%	79.50%	0.60%	0.00%	
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5.5 Alf-Helge Aarskog is elected



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Votes cast	47,195,850	302,306	47,498,156	0	0	47,498,156
% of votes cast	99.36%	0.64%	100.00%	0.00%	0.00%	
% of reperesented shares	99.36%	0.64%	100.00%	0.00%	0.00%	
% of total share capital	79.58%	0.51%	80.09%	0.00%	0.00%	
6. Election of Chariman of Bo	ard of					
Directors	27 406 024	7 055 070	45 454 000	2 046 250	•	47 400 450
Votes cast	37,496,834	7,955,072	45,451,906	2,046,250	0	47,498,156
% of votes cast	82.50%	17.50%	100.00%	4.50%	0.00%	
% of reperesented shares	78.94%	16.75%	95.69%	4.31%	0.00%	
% of total share capital	63.23%	13.41%	76.64%	3.45%	0.00%	
7. Decision with Regard to Re	emuneration for	the Board of I	Directors and t	he Accounting C	Committee	
Votes cast	47,443,800	54,356	47,498,156	0	0	47,498,156
% of votes cast	99.89%	0.11%	100.00%	0.00%	0.00%	
% of reperesented shares	99.89%	0.11%	100.00%	0.00%	0.00%	
% of total share capital	80.00%	0.09%	80.09%	0.00%	0.00%	
8. Election of Members to the	e Election Comm	nittee, hereun	der Election of	Chairman of the	e Election Co	mmittee
8.1 Leif Eriksrød is re-elected		,				
Votes cast	46,392,957	31,856	46,424,813	1,073,343	0	47,498,156
% of votes cast	99.93%	0.07%	100.00%	2.31%	0.00%	
% of reperesented shares	97.67%	0.07%	97.74%	2.26%	0.00%	
% of total share capital	78.23%	0.05%	78.28%	1.81%	0.00%	
8.2 Eyðun Rasmussen is re-e	lected					
Votes cast	46,370,457	54,356	46,424,813	1,073,343	0	47,498,156
% of votes cast	99.88%	0.12%	100.00%	2.31%	0.00%	,
% of reperesented shares	97.63%	0.11%	97.74%	2.26%	0.00%	
% of total share capital	78.19%	0.09%	78.28%	1.81%	0.00%	
8.3 Gunnar í Liða is re-electer Votes cast	43,125,028	3,299,785	46,424,813	1,073,343	0	47,498,156
% of votes cast	92.89%	7.11%	100.00%	2.31%	0.00%	47,450,150
% of reperesented shares	90.79%	6.95%	97.74%	2.26%	0.00%	
% of total share capital	72.72%	5.56%	78.28%	1.81%	0.00%	
				1.01/0	0.0070	
9. Decision with Regard to Re						
Votes cast	46,942,024	556,132	47,498,156	0	0	47,498,156
% of votes cast	98.83%	1.17%	100.00%	0.00%	0.00%	
% of reperesented shares	98.83%	1.17%	100.00%	0.00%	0.00%	
% of total share capital	79.15%	0.94%	80.09%	0.00%	0.00%	
10. Election of Auditor						
Votes cast	43,243,273	4,061,466	47,304,739	193,417	0	47,498,156
% of votes cast	91.41%	8.59%	100.00%	0.41%	0.00%	
% of reperesented shares	91.04%	8.55%	99.59%	0.41%	0.00%	
% of total share capital	72.92%	6.85%	79.77%	0.33%	0.00%	
11. Remuneration Policy						
Votes cast	24,635,276	22,809,060	47,444,336	53,820	0	47,498,156
% of votes cast	51.92%	48.08%	100.00%	0.11%	0.00%	
% of reperesented shares	51.87%	48.02%	99.89%	0.11%	0.00%	
% of total share capital	41.54%	38.46%	80.00%	0.09%	0.00%	



12. Proposal for Amendments to the Articles of Association

12.1 Proposed amended to §4 is approved

12.1 Proposed amended to g	a is approved					
Votes cast	45,569,126	1,926,278	47,495,404	2,752	0	47,498,156
% of votes cast	95.94%	4.06%	100.00%	0.01%	0.00%	
% of reperesented shares	95.94%	4.06%	99.99%	0.01%	0.00%	
% of total share capital	76.84%	3.25%	80.09%	0.00%	0.00%	
12.2 Proposed amended to § approved Votes cast	4B is 47,283,744	214,412	47,498,156	0	0	47,498,156
% of votes cast	99.55%	0.45%	100.00%	0.00%	0.00%	,,
70 UT VULES LASL	33.33/0	0.40/0				
% of reperesented shares	99.55%	0.45%	100.00%	0.00%	0.00%	
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Share capital	59,304,619	1	59,304,619
Own shares without voting rights	15,081		
Total shares with voting			
rights	59,289,538		
Represented shares with voting rights	47,498,156		